



AEGIS TERMINAL (PIPAVAV) LIMITED



AEGIS TERMINAL (PIPAVAV) LIMITED

Board of Directors

Directors

Raj K. Chandaria
Anish K. Chandaria
Kanwaljit S. Nagpal

Auditors

CNK &. Associates, LLP
Chartered Accountants, Mumbai

Bankers

Bank of Baroda

Registered Office

502, Skylon, G.I.D.C., Char Rasta,
Vapi - 396195 Dist. Valsad Gujarat

Corporate Office

1202, 12th Floor, Tower B,
Peninsula Business Park,
Ganpatrao Kadam Marg,
Lower Parel (West),
Mumbai - 400 013.
Tel: 022-6666 3666
Fax: 022-6666 3777

INDEPENDENT AUDITOR'S REPORT

To the Members of **Aegis Terminal Pipavav Limited**,

Report on the audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS Financial Statements of Aegis Terminal Pipavav Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Ind AS Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Ind AS Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India of the state of affairs (financial position) of the Company as at March 31, 2020, the loss and total comprehensive income (financial performance), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of Ind AS Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on Ind AS Financial Statements.

Information Other than the Financial Statements and the Audit Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report but does not include the financial statements and our auditors' report thereon.

Our opinion on the Ind AS Financial Statements does not cover the Other Information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS Financial Statements that give a true and fair view of the financial position, financial performance (including Other Comprehensive Income), changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India including the Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS Financial Statements, the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Ind AS Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS Financial Statements, including the disclosures, and whether the Ind AS Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section 11 of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the order to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows, and the Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid Ind AS Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the Directors are disqualified as

on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting with reference to the Ind AS Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of Section 197(16) of the Act, as amended:

The Company being a Private Limited Company, the provisions of Section 197 read with Schedule V to the Act are not applicable to the company and hence reporting under Section 197(16) is not required.

- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - I. The Company does not have any pending litigations which would impact its financial position.
 - II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - III. The Company did not have any amount which was required to be transferred to the Investors Education and Protection Fund as at March 31, 2020.

For C N K & Associates LLP

Chartered Accountants

Firm Registration Number: 101961W/W-100036

D.P. Sapre

Partner

Membership No.: 040740

UDIN: 20040740AAAAV1298

Place: Mumbai

Date: June 22, 2020

Annexure A to Independent Auditors' Report

Referred to in paragraph 1 of the Report on Other Legal and Regulatory Requirements of even date to the members of Aegis Terminal Pipavav Limited on the financial statements for the year ended March 31, 2020.

1. The Company does not have property, plant and equipment. Accordingly, clause 3(i) of the Order is not applicable for the year under audit.
2. The Company does not have any inventory. Accordingly, clause 3(ii) of the Order is not applicable for the year under audit.
3. The Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, clause 3(iii) of the Order is not applicable to the Company for the year under audit.
4. In our opinion and according to the information and explanations as given to us, in respect of investments made by the Company, the Company has complied with the provisions of Section 186 of the Companies Act, 2016. The Company has not given any loans, guarantee and security.
5. The Company has not accepted any deposits from the public. Accordingly, clause 3(v) of the Order is not applicable for the year under audit. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunals in this regard in the case of the Company.
6. According to the information and explanations given to us, the Company is not required to maintain cost records pursuant to Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub section (1) of Section 148 of the Companies Act, 2013.
7. In respect of statutory dues:
 - a) According to information and explanations given to us and the records of the Company examined by us, in our opinion, for the year under audit, the Company is not liable to pay any statutory dues including Provident Fund, Employee State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess, Goods and Services Tax and any other statutory dues. Accordingly, clause 3(viia) is not applicable for the year under audit.
 - b) According to the information and explanation given to us, there are no dues of Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax and Goods and Services Tax outstanding as at March 31, 2020 on account of any dispute.
8. The Company has not taken any loan either from banks, financial institutions or from the Government and has not issued any debentures. Accordingly, clause 3(viii) of the Order is not applicable for the year under audit.

9. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, clause 3(ix) of the Order is not applicable to the Company for the year under audit.
10. Based upon the audit procedures performed and the information and explanations given by the management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
11. No managerial remuneration has been paid or provided. Hence, clause 3(xi) of the said Order is not applicable for the year under audit.
12. The Company is not a Nidhi Company. Accordingly, and therefore the provisions of paragraph 3(xii) of the Order are not applicable to the Company for the year under audit.
13. In our opinion, provisions of section 177 are not applicable to the Company for the year under audit. All transactions with related parties are in compliance with section 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements etc. as required by the applicable Indian Accounting Standards.
14. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit. Accordingly, clause 3(xiv) of the Order is not applicable to the Company for the year under audit.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into noncash transactions with directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable to the Company for the year under audit.
16. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, clause 3(xvi) of the Order is not applicable to the Company for the year under audit.

For C N K & Associates LLP

Chartered Accountants

Firm Registration Number: 101961W/W-100036

D.P. Sapre

Partner

Membership No.: 040740

UDIN: 20040740AAAAV1298

Place: Mumbai

Date: June 22, 2020

Annexure B to the Independent Auditors' Report

Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Aegis Terminal Pipavav Limited on the financial statements for the year ended March 31, 2020.

Report on the Internal Financial Controls over Financial Reporting under clause (i) of sub-section 3 of Section 143 of the Act

We have audited the internal financial controls with reference to Ind AS Financial Statements of **Aegis Terminal Pipavav Limited** ("the Company") as of March 31, 2020 in conjunction with our audit of the Ind AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to the Ind AS Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls over financial reporting, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to the Ind AS Financial Statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls over financial reporting with reference to the Ind AS Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to the Ind AS Financial Statements included obtaining an understanding of internal financial controls over financial reporting with reference to the Ind AS Financial Statements, assessing the risk that a material weakness exists and testing and

evaluating the design and operating effectiveness of internal control over financial reporting based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls over financial reporting with reference to the Ind AS Financial Statements.

Meaning of Internal financial controls over financial reporting with reference to the Ind AS Financial Statements

A company's internal financial controls over financial reporting with reference to the Ind AS Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal financial controls over financial reporting with reference to the Ind AS Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to the Ind AS Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to the Ind AS Financial Statements to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls over financial reporting with reference to the Ind AS Financial Statements and such internal financial controls over financial reporting with reference to financial statements were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company

considering the essential components of internal control over financial reporting stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For C N K & Associates LLP

Chartered Accountants

Firm Registration Number: 101961W/W-100036

D.P. Sapre

Partner

Membership No.: 040740

UDIN: 20040740AAAAV1298

Place: Mumbai

Date: June 22, 2020

AEGIS TERMINAL PIPAVAV LIMITED

Balance Sheet as at 31st March,2020

	Note	March 31, 2020 Rupees	March 31, 2019 Rupees
ASSETS:			
Current Assets			
Cash and Cash Equivalents	2	285,697	339,737
TOTAL		285,697	339,737
EQUITY AND LIABILITIES:			
Equity			
Share Capital	3	500,000	500,000
Reserves & Surplus	4	(232,003)	(189,763)
		267,997	310,237
Current Liabilities			
Trade Payables	5	17,700	29,500
TOTAL		285,697	339,737

Notes 1 to 10 form an integral part of the Financial Statements.

For C N K & Associates LLP

Chartered Accountants

Firm Reg. No.101961W/W-100036

D.P.Sapre

Partner

Membership No.: 40740

For and on behalf of the Board of Directors

Anish K. Chandaria

Director

DIN:00296538

Place:London

Date:22nd June,2020

Kanwaljit S. Nagpal

Director

DIN:00012201

Place:Mumbai

Date:22nd June,2020

Place: Mumbai

Dated : 22nd June,2020

AEGIS TERMINAL PIPAVAV LIMITED

Statement of Profit & Loss for the period ended 31st March, 2020

	Note	March 31, 2020	March 31, 2019
		Rupees	Rupees
INCOME:			
Revenue from operations		-	-
Other income		-	-
Total Revenue		<u>-</u>	<u>-</u>
EXPENDITURE:			
Employee Benefit Expense		-	-
Other Expenses	6	42,240	37,461
Depreciation and amortisation expense		-	-
Total Expenses		<u>42,240</u>	<u>37,461</u>
Loss before tax		(42,240)	(37,461)
Tax Expenses		-	-
Loss for the year after tax from continuing operations		<u>(42,240)</u>	<u>(37,461)</u>
Earnings per Equity Share of Rs 10 each	9		
- Basic		(0.84)	(0.75)
- Diluted		(0.84)	(0.75)

Notes 1 to 10 form an integral part of the Financial Statements.

For C N K & Associates LLP
Chartered Accountants
Firm Registration No.105479W

For and on behalf of the Board of Directors

D.P.Sapre
Partner
Membership No.: 40740

Anish K. Chandaria
Director
DIN:00296538
Place:London
Date:22nd June,2020

Kanwaljit S. Nagpal
Director
DIN:00012201
Place:Mumbai
Date:22nd June,2020

Place: Mumbai
Dated : 22nd June,2020

AEGIS TERMINAL PIPAVAV LIMITED**Cashflow Statement for the period ended 31st March, 2020**

		March 31, 2020	March 31, 2019
		Rupees	Rupees
A. Cash Flow from Operating Activities:			
Profit Before Tax		(42,240)	(37,461)
		<u>-</u>	<u>-</u>
Operating Profit Before Working Capital Changes		(42,240)	(37,461)
Decrease in Trade Payables		(11,800)	17,700
Cash generated from operations		(54,040)	(19,761)
Taxes Paid		<u>-</u>	<u>-</u>
Net Cashflow from Operating Activities	A	<u>(54,040)</u>	<u>(19,761)</u>
B. Cash Flow from Investing Activities:			
Net Cash used in Investing Activities	B	<u>-</u>	<u>-</u>
C. Cash Flow from Financing Activities:			
Issue of Shares		<u>-</u>	<u>-</u>
Net Cash from Financing Activities	C	<u>-</u>	<u>-</u>
Net Increase / (Decrease) in Cash and Cash Equivalents	(A+B+C)	<u>(54,040)</u>	<u>(19,761)</u>
Cash and Cash Equivalents as at the end of year:			
- Cash & Balances in Current Accounts with Banks		285,697	339,737
- Deposits with Banks and Interest Accrued thereon		<u>-</u>	<u>-</u>
		285,697	339,737
Less: Cash and Cash Equivalents as at the beginning of the year		339,737	359,498
Net Increase / (Decrease) in Cash and Cash Equivalents		<u>(54,040)</u>	<u>(19,761)</u>

For C N K & Associates LLP
Chartered Accountants
Firm Reg. No.101961W/W-100036

For and on behalf of the Board

D.P.Sapre
Partner
Membership No.40740

Anish K. Chandaria
Director
DIN:00296538
Place:London
Date:22nd June,2020

Kanwaljit S. Nagpal
Director
DIN:00012201
Place:Mumbai
Date:22nd June,2020

Place: Mumbai
Dated : 22nd June,2020

AEGIS TERMINAL PIPAVAV LIMITED

(All amounts are in INR lakhs, unless stated otherwise)

Statement of changes in equity

A. Equity share capital

Particulars	Balance as at April 1, 2018	Issue of share	Balance as at March 31, 2019	Issue of share	Balance as at 31st March, 2020
Equity share capital	500,000.00	-	500,000.00	-	500,000.00

B. Other equity

Particulars	Reserves and surplus						Other comprehensive income	Total equity
	Securities premium	Capital reserves	Capital redemption reserves	General Reserves	Debenture Redemption Reserves	Retained earnings/ (accumulated deficit)	Remeasurement of defined benefit obligations	
Balance as at April 1, 2018	-	-	-	-	-	(152,301.77)	-	(152,301.77)
Profit for the year	-	-	-	-	-	(37,461.00)	-	(37,461.00)
Addition/ reduction during the year	-	-	-	-	-	-	-	-
Other comprehensive income	-	-	-	-	-	-	-	-
Balance at March 31, 2019	-	-	-	-	-	(189,762.77)	-	(189,762.77)
Profit for the year	-	-	-	-	-	(42,239.80)	-	(42,239.80)
Addition/ reduction during the year	-	-	-	-	-	-	-	-
Other comprehensive income	-	-	-	-	-	-	-	-
Balance at March 31, 2020	-	-	-	-	-	(232,002.57)	-	(232,002.57)

The above statement of changes in equity should be read in conjunction with the accompanying notes.

For C N K & Associates LLP
Chartered Accountants
Firm Reg. No.101961W/W-100036

For and on behalf of the Board of Directors

D.P.Sapre
Partner

Anish K. Chandaria
Director
DIN:00296538
Place:London
Date:22nd June,2020

Kanwaljit S. Nagpal
Director
DIN:00012201
Place:Mumbai
Date:22nd June,2020

Place: Mumbai
Dated : 22nd June,2020

AEGIS TERMINAL PIPAVAV LIMITED

Notes to Financial Statements for the year ended 31st March, 2020

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1 Significant Accounting Policies

A.1 Background and Principal Activities

Aegis Terminal Pipavav Limited ("ATPL" or "the Company") is a Company incorporated in India, on 28th May 2013. ATPL is a wholly owned subsidiary of Aegis Gas (LPG) Private Ltd.

The primary business of ATPL is storage, terminalling facilities of Oil, chemicals, petroleum products and logistics. However, there is no activity during the year.

A.2 Basis of Preparation of Financial Statements

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015.

A.3 Use of Estimates

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between the market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement or disclosure purposes in these standalone financial statements is determined on such a basis, except for share based payment transactions that are within scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 inputs are unobservable inputs for the asset or liability.

With effect from April 1, 2019, Ind AS 116 – "Leases" (Ind AS 116) supersedes Ind AS 17 – "Leases". The Company has adopted Ind AS 116 using the modified retrospective approach.

Accordingly, the Company has not restated comparative information, instead, the cumulative effect of initially applying this standard has been recognised as an adjustment to the opening balance of retained earnings as on April 1, 2019. The Company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and right-of-use assets at its carrying amount as if the Standard had been applied since the commencement date, but discounted using the lessee's incremental borrowing rate at the date of initial application.

A.4 Functional and presentation currency

These standalone financial statements are presented in Indian rupees, which is the Company's functional currency.

B.1 Revenue Recognition

Revenue (Income) is recognised when no significant uncertainty as to measurability or collectability exists.

Revenue is measured at the fair value of the consideration received or receivable.

AEGIS TERMINAL PIPAVAV LIMITED

Notes to Financial Statements for the year ended 31st March, 2020

Sale of goods

The Company evaluates sales and distribution arrangement with supplier whether it is acting as a principal or an agent of the supplier, considering whether it controls the specified goods before it is transferred to customer and based on factors such as primary responsibility for providing goods to customer, inventory risk and pricing latitude. Where the supplier retains control over the specified goods and the Company performs the function of selling and distribution for a margin within a range by acting as an agent, it recognises only the margin (i.e. sales less material cost) as its revenue from such transactions.

Rendering of services

Service revenue is recognised based on contract terms and on time proportion basis as applicable and excludes Goods and Service tax.

B.2 Employee Benefits

Short-term employee benefits are expensed as the related service is provided at the undiscounted amount of the benefits expected to be paid in exchange for that service. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Contribution to defined schemes such as Provident Fund, Family Pension Fund, Superannuation Fund (in the case of eligible employees) and Employees' State Insurance Scheme are charged to the Statement of Profit and Loss as incurred.

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in OCI. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in statement of profit and loss.

Long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method. Actuarial gains/losses are recognized in the other comprehensive income.

B.3 Foreign Currency Transactions

Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Subsequent measurement

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at the fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

B.4 Earning Per Share

Basic earnings per share are calculated by dividing the net profit for the year attributable to the equity shareholders by the weighted average of the number of equity shares outstanding during the year.

Diluted earnings per share are calculated by dividing the net profit for the year attributable to the equity shareholders by the weighted average of the number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares.

AEGIS TERMINAL PIPAVAV LIMITED

Notes to Financial Statements for the year ended 31st March, 2020

B.5 Taxes on Income

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the standalone financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, except where the Company is able to control the reversal of temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflect the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Minimum alternate tax credit

Minimum alternate tax credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each balance sheet date and the carrying amount of the MAT credit is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

B.6 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the notes to the financial statements. Contingent assets are not recognized in the financial statements

Further, long term provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost. A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

AEGIS TERMINAL PIPAVAV LIMITED

Notes to Financial Statements for the year ended 31st March, 2020

2 Cash & Bank Balances:

	March 31, 2020	March 31, 2019
	Rupees	Rupees
Cash and Cash Equivalents:		
Balance with Bank on Current Account	285,697	339,737
TOTAL	285,697	339,737

AEGIS TERMINAL PIPAVAV LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

	March 31, 2020 Rupees	March 31, 2019 Rupees
3 Share Capital :		
Authorised :		
1,00,000 Equity Shares of Rs.10 each	1,000,000	1,000,000
	<u>1,000,000</u>	<u>1,000,000</u>
TOTAL		
Issued, Subscribed & Paid-up :		
50,000 Equity Shares of Rs.10 each fully paid up (Previous Year: 50,000 shares)	500,000	500,000
	<u>500,000</u>	<u>500,000</u>
TOTAL		

a Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

Equity Shares	March 31, 2020		March 31, 2019	
	Number of Shares	Amount (Rs.)	Number of Shares	Amount (Rs.)
Opening Balance	50,000	500,000	50,000	500,000
Add: Shares issued during the year	-	-	-	-
Outstanding at the end of the year	50,000	500,000	50,000	500,000

b Terms/Rights attached to Equity Shares:

The Company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c Details of shareholders holding more than 5% shares in the Company:

Equity Shares

Name of shareholder	March 31, 2020		March 31, 2019	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Aegis Gas (LPG) Private Limited and nominees	50,000	100.00	50,000	100.00

As per the records of the Company, including its register of shareholders/members and other declarations received from the shareholders regarding the beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

d Details of shares held by Holding Company:

Equity Shares

Name of shareholder	March 31, 2020		March 31, 2019	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Aegis Gas (LPG) Private Limited and nominees	50,000	100.00	50,000	100.00

AEGIS TERMINAL PIPAVAV LIMITED**Notes to Financial Statements for the year ended 31st March, 2020****4 Reserves and Surplus:**

	March 31, 2020	March 31, 2019
	Rupees	Rupees
Profit and loss account	(232,003)	(189,763)
TOTAL	(232,003)	(189,763)

4.1 Profit and Loss account

Balance at beginning of year	(189,763)	(152,302)
Add: Loss for the year	(42,240)	(37,461)
Less: Appropriations		
Transferred to General Reserve	-	-
Balance at end of year	(232,003)	(189,763)

5 Trade Payables:

	March 31, 2020	March 31, 2019
	Rupees	Rupees
Due to Micro, Small and Medium Enterprises	-	-
Others	17,700	29,500
TOTAL	17,700	29,500

6 Other Expenses

	March 31, 2020	March 31, 2019
	Rupees	Rupees
Rates & Taxes	5,660	1,616
Legal & Professional Fees	36,580	35,432
Bank Charges	-	413
TOTAL	42,240	37,461

AEGIS TERMINAL PIPAVAV LIMITED**Notes to Financial Statements for the year ended 31st March, 2020**

	March 31, 2020 Rupees	March 31, 2019 Rupees
7 Payments to Auditors for the year		
Audit Fees *	29,500	29,500
* Includes GST		

8 Related Party Disclosures

As per the Indian Accounting Standard 24, issued by the Institute of Chartered Accountants of India (ICAI), the disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

(a) List of related parties with whom transactions have taken place and relationships:

Name of the Related Party	Relationship
Aegis Gas (LPG) Private Limited	Holding Company

(b) Transactions during the year with related parties:

Nature of transaction	Rupees Holding Company
Investments - Balance at the year end	500,000 (500,000)

9 Earnings Per Share:

	March 31, 2020 Rupees	March 31, 2019 Rupees
Loss for the year	42,240	37,461
Weighted average number of Equity Shares (Nos)	50,000	50,000
Earning per share basic and diluted	0.84	0.75
Face value per equity share	10	10

10 The figures of the previous year have been regrouped / reclassified so as to confirm to those of the current year.

11 The financial statements were approved for issue by the Board of Directors on 22nd June, 2020.

For C N K & Associates LLP
Chartered Accountants
Firm Reg. No.101961W/W-100036

For and on behalf of the Board of Directors

D.P.Sapre
Partner
Membership No.: 40740

Anish K. Chandaria
Director
DIN:00296538
Place:London
Date:22nd June,2020

Kanwaljit S. Nagpal
Director
DIN:00012201
Place:Mumbai
Date:22nd June,2020

Place: Mumbai
Dated : 22nd June,2020